

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

INTERNATIONAL BUSINESS MACHINES CORPORATION,)	
)	
)	
Plaintiff,)	C.A. No. 16-122-LPS
)	
v.)	JURY TRIAL DEMANDED
)	
GROUPON, INC.)	PUBLIC VERSION
)	
Defendant.)	

**DECLARATION OF KARIM Z. OUSSAYEF IN SUPPORT OF INTERNATIONAL
BUSINESS MACHINE CORPORATION'S REPLY IN SUPPORT OF ITS MOTION TO
STRIKE GROUPON INC.'S LATE DISCLOSED INVALIDITY THEORIES**

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Public Version Dated: October 17, 2017
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I, Karim Z. Oussayef, declare as follows:

1. I am an attorney with the law firm of Desmarais LLP, counsel of record for Plaintiff International Business Machines Corporation (“IBM”) in the above-captioned matter, and I am admitted *pro hac vice* to this Court. I submit this declaration based on personal knowledge, and if called upon as a witness, I could competently testify to the truth of each statement herein.

2. I make this declaration in support of IBM’s Reply in Support of Its Motion to Strike Groupon Inc.’s (“Groupon”) Late Disclosed Invalidity Theories.

3. Attached hereto as Exhibit 13 is a true and correct copy of a September 15, 2017 email from R. Winant (paralegal for Groupon’s counsel) to K. Oussayef (counsel for IBM) producing volume GRP-DEL014. Groupon’s production volume GRP-DEL014 contained the Spinning the Web reference. The Spinning the Web reference was not previously been produced to IBM. Confidential information not relevant to the present motion has been redacted.

4. Attached hereto as Exhibit 14 is a true and correct copy a December 5, 2016 email from R. Harrits (counsel for IBM) to A. Lewin (counsel for Groupon) disclosing IBM’s expert and indicating he will begin review of Groupon’s source code on December 13, 2016.

5. Attached hereto as Exhibit 15 is a true and correct copy of a March 3, 2017 email from E. Kimmel (counsel for IBM) to J. Benzler (counsel for Groupon) indicating IBM’s Expert will be reviewing Groupon’s source code from March 6, 2017 to March 9, 2017. Highlighting has been added for clarity and confidential information not relevant to the present motion has been redacted.

6. Attached hereto as Exhibit 16 is a true and correct copy of an April 5, 2017 email from M. Matulewicz-Crowley (counsel for IBM) to J. Benzler (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from April 10, 2017 to April 13, 2017.

7. Attached hereto as Exhibit 17 is a true and correct copy of a May 3, 2017 email from M. Matulewicz-Crowley (counsel for IBM) to J. Benzler (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from May 8, 2017 to May 11, 2017.

8. Attached hereto as Exhibit 18 is a true and correct copy of a May 15, 2017 email from B. Matty (counsel for IBM) to P. Haack (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from May 22, 2017 to May 24, 2017.

9. Attached hereto as Exhibit 19 is a true and correct copy of a July 6, 2017 email from B. Matty (counsel for IBM) to P. Haack (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from July 12, 2017 to July 14, 2017.

10. Attached hereto as Exhibit 20 is a true and correct copy of a July 20, 2017 email from M. Matulewicz-Crowley (counsel for IBM) to P. Haack (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from July 26, 2017 to July 28, 2017.

11. Attached hereto as Exhibit 21 is a true and correct copy of an August 10, 2017 email from M. Matulewicz-Crowley (counsel for IBM) to P. Haack (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from August 14, 2017 to August 16, 2017.

12. Attached hereto as Exhibit 22 is a true and correct copy of a September 18, 2017 email from M. Matulewicz-Crowley (counsel for IBM) to P. Haack (counsel for Groupon) indicating IBM's Expert will be reviewing Groupon's source code from September 19, 2017 to September 21, 2017.

13. As Exhibits 14 to 22 indicate, IBM's expert visited Groupon's counsel's office in Mountain View, California at least nine times, totaling more than 25 days, and resulting in over 100 hours spent reviewing Groupon's native source code.

14. Attached hereto as Exhibit 23 is a true and correct copy of an excerpt of the Opening Expert Witness Report of Dr. Jon B. Weissman on Invalidity served October 6, 2017. Highlighting has been added for clarity. **Filed Under Seal.**

15. Attached hereto as Exhibit 24 is a true and correct copy of Defendant Groupon's Responses to Plaintiff IBM's Fourth Set of Interrogatories (Nos. 20-25) served on September 8, 2017. **Filed Under Seal.**

Executed on October 10, 2017, in New York, NY.

/s/ Karim Z. Oussayef
Karim Z. Oussayef